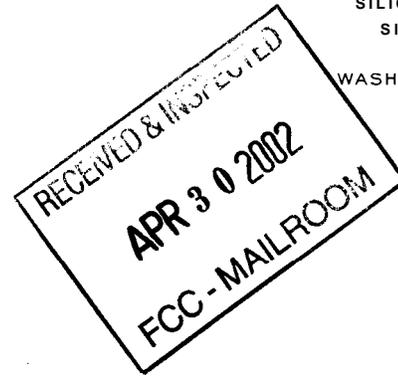


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TOKYO  
WASHINGTON, D.C.

. April 24, 2002



**VIA Federal Express**

Federal Communications Commission  
1270 Fairfield Road  
Gettysburg, PA 17325-7245

Re: Ownership Disclosure Form for Leap Wireless International, Inc. and Subsidiaries

Ladies and Gentlemen:

Enclosed on behalf of Leap Wireless International, Inc. and various of its subsidiaries listed below are completed FCC Form 602s (FCC Ownership Disclosure Information for the Wireless Telecommunications Services) for the following entities:

Cricket Licensee XIII, Inc.  
Cricket Licensee XIV, Inc.  
Cricket Licensee XV, Inc.  
Cricket Licensee XVI, Inc.  
Cricket Licensee XVII, Inc.  
Cricket Licensee XVIII, Inc.  
Cricket Licensee XIX, Inc.  
Cricket Licensee XX, Inc.  
Leap Wireless International, Inc.

Also enclosed is one additional copy of each Form 602 to be date-stamped and returned in the self addressed Federal Express envelope. Should you have any questions concerning this matter please contact either me or Daniel Ryan, our paralegal, at (202) 637-2200

Sincerely,

William S. Camell  
of LATHAM & WATKINS

Enclosures

5/14/2

**Applicant / Licensee Information**

1) First Name (if individual):	MI:	Last Name:	suffix:
2) Applicant Name (if entity): <b>Cricket Licensee XIX, Inc.</b>		3) FCC Registration Number (FRN): <b>0006-8870-61</b>	

**Related FCC Regulated Businesses of Applicant / Licensee**

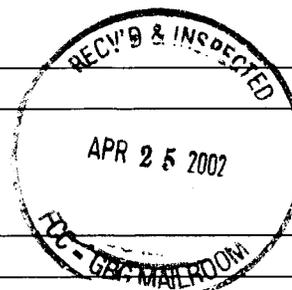
4a) Name and address of all FCC Regulated Businesses owned by Applicant/ Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) FCC Registration Number (FRN):	4d) Percent of Interest Held:

**Signature**

5) Typed or Printed Name of Party Authorized to Sign

First Name: <b>James</b>	MI: <b>E</b>	Last Name: <b>Hoffmann</b>	Suffix:
Title: <b>Secretary</b>			

Signature: 	Date: <b>4/24/02</b>
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Failure to Sign This Application May Result in Dismissal Of The Application And Forfeiture Of Any Fees Paid

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1) AND/ OR FORFEITURE (U.S. Code, Title 47, Section 503).

Schedule for Disclosable Interest Holders

**Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)**

1) Disclosable Interest Holder's First Name (if individual):		MI:	Last Name:	Suffix:
2) Disclosable interest Holder's Name (if entity): <b>Leap Wireless International, Inc.</b>			3) FCC Registration Number(FRN): <b>0002-9635-28</b>	
4) Disclosable Interest Holder's Address: <b>10307 Pacific Center Court San Diego, CA 92121</b>				
5) Type of Interest in Applicant ( ) (refer to Instructions for list): <b>D</b>		6) Disclosable Interest Holder is a (n): ( ) (refer to instructions for list of codes): <b>C</b>		7) Percent of Interest Held in Applicant: 1 0 0 %
8) Disclosable Interest Holder's Type of Ownership ( ) (refer to instructions for list): <b>C</b>  ( ) Voting ( ) Non-Voting			9) Disclosable Interest Holder's Country of Citizenship: <b>USA</b>	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):				

**Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	IIb) Principal Business:	11c) FCC Registration Number (FRN):	II d) Percent of Interest Held:
<b>Please see attached exhibit</b>			

The following affiliates of Leap Wireless International, Inc. may be engaged in FCC-regulated businesses. The principal business of each is telecommunications-related services. Except as indicated Leap Wireless International, Inc. owns 100% of each of the following:

Cricket Communications Holdings, Inc.  
Cricket Communications, Inc.  
Backwire.com, Inc.  
Telephone Entertainment Network, Inc.  
Chasetel Licensee Corp.  
Cricket Licensee (Albany), Inc.  
Cricket Licensee (Columbus), inc.  
Cricket Licensee (Denver) Inc.  
Cricket Licensee (Lakeland) Inc.  
Cricket Licensee (Macon), Inc.  
Cricket Licensee (North Carolina) Inc.  
Cricket Licensee (Pittsburgh) Inc.  
Cricket Licensee (**Reauction**), Inc.  
Cricket Licensee I, Inc.  
Cricket Licensee II, Inc.  
Cricket Licensee III, Inc.  
Cricket Licensee IV, Inc.  
Cricket Licensee V, Inc.  
Cricket Licensee VI, Inc.  
Cricket Licensee VII, Inc.  
Cricket Licensee VIII, Inc.  
Cricket Licensee IX, Inc.  
Cricket Licensee X, Inc.  
Cricket Licensee XI, Inc.  
Cricket Licensee XII, Inc.  
Cricket Licensee XIII, Inc.  
Cricket Licensee **XIV**, Inc.  
Cricket Licensee **XV**, Inc.  
Cricket Licensee XVI, Inc.  
Cricket Licensee XVII, Inc.  
Cricket Licensee XVIII, Inc.  
Cricket Licensee XIX, Inc.  
Cricket Licensee XX, Inc.  
Cricket Holdings Dayton, Inc.  
Chasetel Real Estate Holding Company, Inc.  
Cricket Alabama Property Company

Cricket Arizona Property Company  
Cricket Arkansas Property Company  
Cricket California Property Company  
Cricket Colorado Property Company  
Cricket Florida Property Company  
Cricket Georgia Property Company, Inc.  
Cricket Idaho Property Company  
Cricket Illinois Property Company  
Cricket Indiana Property Company  
Cricket Kansas Property Company  
Cricket Kentucky Property Company  
Cricket Michigan Property Company  
Cricket Minnesota Property Company  
Cricket Mississippi Property Company  
Cricket Nebraska Property Company  
Cricket Nevada Property Company  
Cricket New Mexico Property Company  
Cricket New York Property Company, Inc.  
Cricket North Carolina Property Company  
Cricket Ohio Property Company  
Cricket Oklahoma Property Company  
Cricket Oregon Property Company  
Cricket Pennsylvania Property Company  
Cricket Texas Property Company  
Cricket Utah Property Company  
Cricket Washington Property Company  
Cricket Wisconsin Property Company  
Leap Wireless Mexico S.A. de C.V.  
Leap PCS Mexico, Inc.  
Inversiones Leap Wireless Chile S.A.  
Qualcomm Telecommunication Limited \*  
Orrengrove Investments Limited

\* This company is a wholly-owned subsidiary of Leap and has no assets. Despite its name, this company is not affiliated with QUALCOMM Incorporated, but was acquired by Leap when Leap spun off from QUALCOMM Incorporated in 1998 and is in the process of being liquidated